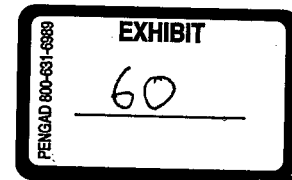


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1 STATE OF SOUTH CAROLINA) IN THE COURT OF COMMON PLEAS
2 COUNTY OF OCONEE)
3)
4 Russell A. Reynolds,)
5 III, Individually, and as)
6 Personal Representative)
7 of the Estate of Dorothy)
8 L. Reynolds, Deceased,)
9 Plaintiff,)
10 vs.) CIVIL ACTION
11) FILE NO. 12-CP-37-163
12 Sava Senior Care, LLC)
13 (a/k/a SavaSeniorCare,)
14 LLC; SSC Equity Holdings,)
15 LLC (a/k/a Sava Senior)
16 Care Equity Holdings,)
17 LLC); Seneca Operating)
18 Company, LLC (a/k/a SSC)
19 Seneca Operating, LLC))
20 d/b/a Seneca Health and)
21 Rehabilitation Center;)
22 Sava Senior Care)
23 Administrative Services,)
24 LLC (a/k/a SavaSeniorCare)
25 Administrative Services,)
LLC and SSC)
Administrative Services,)
LLC); H. Paul Schrank,)
II; and Carolina)
Nutrition Consultants,)
Inc.,)
Defendants.)
21
22
23
24
25



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<p>1 WYNN SIMS</p> <p>2</p> <p>3 Videotaped deposition of WYNN SIMS, taken</p> <p>4 on behalf of the Plaintiff, pursuant to the</p> <p>5 stipulations agreed to herein, before Whitney S.</p> <p>6 Guynes, Certified Court Reporter at the offices</p> <p>7 of Womble, Carlyle, Sandridge & Rice, LLP, 271</p> <p>8 17th Street, NW, Suite 2400, Atlanta, Georgia,</p> <p>9 on the 7th day of December, 2012, commencing at</p> <p>10 the hour of 2:04 p.m.</p> <p>11</p> <p>12</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22 * * *</p> <p>23</p> <p>24</p> <p>25</p>	<p>1 FOR THE DEFENDANTS; SENECA OPERATING COMPANY, LLC and</p> <p>2 H. PAUL SCHRANK, II:</p> <p>3 MS. LORI D. PROCTOR</p> <p>4 Serpe, Jones, Andrews</p> <p>5 Callender & Bell, PLLC</p> <p>6 Three Allen Center</p> <p>7 333 Clay Street, Suite 3485</p> <p>8 Houston, Texas 77002</p> <p>9 (713) 452-4400 (T)</p> <p>10 (713) 452-4499 (F)</p> <p>11 email: ldproctor@proctor-law.com</p> <p>12 MR. JAY DAVIS</p> <p>13 Young, Clement, Rivers, LLP</p> <p>14 25 Calhoun Street</p> <p>15 Suite 400</p> <p>16 Charleston, SC 29401</p> <p>17 (843) 720-5406 (T)</p> <p>18 (843) 579-1355 (F)</p> <p>19 email: jdavis@ycrlaw.com</p> <p>20 FOR THE DEFENDANT, CAROLINA NUTRITION CONSULTANTS,</p> <p>21 INC.:</p> <p>22 MS. ANNE CULBREATH (Via Telephone)</p> <p>23 Turner, Padgett, Graham & Laney, P.A.</p> <p>24 200 East Broad Street</p> <p>25 Suite 250</p> <p>Greenville, SC 29601</p> <p>(864) 552-4600 (T)</p> <p>(864) 52-4620 (F)</p> <p>email: aculbreath@turnerpadgett.com</p> <p>ALSO PRESENT: MR. DAMON OKORO -- VIDEOGRAPHER</p> <p>* * *</p>
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<p>1 A P P E A R A N C E S</p> <p>2 FOR THE PLAINTIFF:</p> <p>3 MR. KEN CONNOR (Via Telephone)</p> <p>4 Connor & Connor, LLC</p> <p>5 224 Park Avenue SE</p> <p>6 Aiken, SC 29801</p> <p>7 (803) 226-0543 (T)</p> <p>8 (800) 480-9175 (F)</p> <p>9</p> <p>10 MR. RAY PAUL MULLMAN, JR. (Via Telephone)</p> <p>11 Poliakoff & Associates, P.A.</p> <p>12 215 Magnolia Street</p> <p>13 Spartanburg, SC 29306</p> <p>14 (864) 582-5472 (T)</p> <p>15 (800) 582-7280 (F)</p> <p>16 email: atty@gpoliakoff.com</p> <p>17 FOR THE DEFENDANTS, SAVA SENIOR CARE, LLC, SSC</p> <p>18 HOLDINGS, LLC, and the witness, MS. WYNN SIMS:</p> <p>19 MR. BENJAMIN R. OGLETREE</p> <p>20 Proskauer, Rose, LLP</p> <p>21 1001 Pennsylvania Avenue, NW</p> <p>22 Suite 400 South</p> <p>23 Washington, D.C. 20004-2533</p> <p>24 (202) 416-5814 (D)</p> <p>25 (202) 416-6899 (T)</p> <p>email: bogletree@proskauer.com</p> <p>MS. SANDRA MILLER (Via Telephone)</p> <p>MS. CATHERINE WRENN (Via Telephone)</p> <p>Womble, Carlyle, Sandridge & Rice, LLP</p> <p>550 South Main Street</p> <p>Suite 400</p> <p>Greenville, SC 29601</p> <p>(864) 255-5400 (T)</p> <p>(864) 255-5440 (F)</p> <p>email: samiller@wcsr.com</p>	<p>1 D I S C L O S U R E</p> <p>2</p> <p>3 (Pursuant to O.C.G.A. Section 9-11-28(a) and</p> <p>4 (d) and Section 15-14-37(a), (b), and (c), I, Whitney</p> <p>5 S. Guynes, Certified Court Reporter, am disclosing on</p> <p>6 the record that I have no contractual relationship or</p> <p>7 agreement with any attorney, party in this case or</p> <p>8 reporting agency from whom a referral might have been</p> <p>9 made to cover this deposition.)</p> <p>10</p> <p>11</p> <p>12 * * *</p> <p>13</p> <p>14</p> <p>15</p> <p>16</p> <p>17</p> <p>18</p> <p>19</p> <p>20</p> <p>21</p> <p>22</p> <p>23</p> <p>24</p> <p>25</p>

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<div>1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25</div> <div><p style="text-align: center;">I N D E X</p><p style="text-align: center;">WITNESS: WYNN SIMS</p><p style="text-align: center;">EXAMINATION</p><p>By Mr. Connor:9</p><p>By Mr. Ogletree:75</p><p style="text-align: center;">* * *</p></div> <div>Page 6</div>	<div>1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25</div> <div><p>All right. Would the court reporter please swear the witness? (Witness sworn.)</p></div> <div>Page 8</div>
<div>1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25</div> <div><p style="text-align: center;">S T I P U L A T I O N S</p><p>VIDEOGRAPHER: This is the beginning of Disk Number 1 in the deposition of Wynn Sims in the matter of Russell A. Reynolds, III, et al vs. Sava Senior Care, LLC et al, Case Number 12-CP-37-163.</p><p>Today's date is December 7th, 2012, and the time on the monitor is 2:04 p.m. My name is Damon Okoro. I'm the videographer. The court reporter is Whitney Guynes. We're here with Huseby Court Reporting.</p><p>Counsel, please introduce yourselves, after which the reporter will swear in the witness.</p><p>MR. OGLETREE: My name is Ben Ogletree. I'm with Proskaur, Rose in Washington, D.C., and I'm here on behalf of the witness, Wynn Sims, and I also represent Defendant, Sava Senior Care, LLC and SSC Equity Holdings, LLC.</p><p>MS. PROCTOR: Lori Proctor on behalf of Seneca Operating Company and the individual Defendants associated.</p><p>MR. CONNOR: Ken Connor on behalf of the Plaintiff. And Ray Mullman is also on the line on behalf of the plaintiff, as well.</p></div> <div>Page 7</div>	<div>1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25</div> <div><p>WHEREUPON:</p><p style="text-align: center;">WYNN SIMS,</p><p>having been first duly sworn, was examined and testified as follows:</p><p style="text-align: center;">EXAMINATION</p><p>BY MR. CONNOR:</p><p>Q Good afternoon, Ms. Sims. My name is Ken Connor. I represent the Plaintiff in this proceeding. And under the South Carolina Rules of Civil Procedure, I'm obliged to instruct you that in the event you have any questions about the questions I'm asking or if you need any clarification, definitions, explanations of any words, questions or documents that are presented during the course of the deposition, please address those questions to me rather than your own counsel.</p><p>Do you understand that?</p><p>A Yes, sir.</p><p>Q Okay. Thank you very much.</p><p>Would you please state your name for the record?</p><p>A Wynn Sims.</p><p>Q And is that spelled, W-Y-N-N?</p><p>A Yes, sir.</p><p>Q Where do you live, Ms. Sims?</p><p>A Atlanta, Georgia.</p></div> <div>Page 9</div>

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<p>1 Q Okay. By whom are you employed?</p> <p>2 A Sava Senior Care Administrative Services,</p> <p>3 LLC.</p> <p>4 Q And in what capacity are you employed with</p> <p>5 that organization?</p> <p>6 A Senior Paralegal.</p> <p>7 Q How long have you worked for Sava Senior</p> <p>8 Care Administrative Services, LLC?</p> <p>9 A Since January, 2005.</p> <p>10 Q Okay. Have you ever worked for any other</p> <p>11 Sava-related entity?</p> <p>12 A I've never been employed by any other Sava</p> <p>13 entity, no.</p> <p>14 Q Okay. Have you ever been employed by any</p> <p>15 Mariner-related entity?</p> <p>16 A Yes. I was employed by Mariner Health</p> <p>17 Care Management Company.</p> <p>18 Q Okay. And then I assume that after the</p> <p>19 merger you went to work for Sava Administrative</p> <p>20 Services.</p> <p>21 A Merger?</p> <p>22 MR. OGLETREE: Can you be more specific?</p> <p>23 BY MR. CONNOR:</p> <p>24 Q Sure.</p> <p>25 After the merger between Mariner into and</p>	<p>1 officer and director information, formation dates.</p> <p>2 That's the bulk. Things change differently, but</p> <p>3 that's mostly what I do on a daily basis.</p> <p>4 Q Who is your supervisor, your immediate</p> <p>5 supervisor?</p> <p>6 A Stefano Miele.</p> <p>7 Q And has he been your supervisor ever since</p> <p>8 you went to work for Sava Administrative Services,</p> <p>9 LLC?</p> <p>10 A Yes, sir.</p> <p>11 Q All right. And you've indicated that you</p> <p>12 perform work for, I believe you indicated, 240</p> <p>13 different legal entities; is that correct?</p> <p>14 A Approximately, yes.</p> <p>15 Q Okay. And I'm not going to ask you to</p> <p>16 name all those entities, but would they include all of</p> <p>17 the operating subsidiaries that operate nursing homes?</p> <p>18 A Yes, sir.</p> <p>19 Q Okay. And what other kinds of entities,</p> <p>20 besides those, would you perform services for within</p> <p>21 the Sava umbrella?</p> <p>22 A There are some entities that are limited</p> <p>23 partnerships. They have general partners, so I would</p> <p>24 prepare the documents for those companies and also</p> <p>25 file their annual registrations with the Secretary of</p>
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<p>1 with National Senior Care, did you go to work for Sava</p> <p>2 Administrative Services?</p> <p>3 A Yes, Sava Senior Care Administrative</p> <p>4 Services. That's correct.</p> <p>5 Q Okay. So would you have gone from a</p> <p>6 Mariner organization to Sava Administrative Services</p> <p>7 without any gap in your employment?</p> <p>8 A That's correct.</p> <p>9 Q Okay. And what do your duties as Senior</p> <p>10 Paralegal involve, please, for Sava Administrative</p> <p>11 Services?</p> <p>12 A I maintain corporate records for the</p> <p>13 companies that Sava Senior Care Administrative</p> <p>14 Services, LLC provides back office services for,</p> <p>15 approximately 240 legal entities.</p> <p>16 I make sure that the companies are</p> <p>17 maintained in good standing with their state of</p> <p>18 formation, any states of qualification. If they have</p> <p>19 any specific trade name filing requirements, if anyone</p> <p>20 requires legal documents like a Good Standing</p> <p>21 Certificate, I will procure those.</p> <p>22 I work on special projects with the</p> <p>23 general counsel reviewing documents. I assist with</p> <p>24 litigation, if the litigation attorney needs</p> <p>25 assistance. I maintain a corporate database that has</p>	<p>1 State's Office. If there are any officer changes,</p> <p>2 I'll draft those as a board consent.</p> <p>3 Q You perform work for Canyon Sudar</p> <p>4 Partners, LLC?</p> <p>5 A I do not.</p> <p>6 Q SVCARE Holdings, LLC?</p> <p>7 A No, sir.</p> <p>8 Q Sava Senior Care, LLC?</p> <p>9 A Yes.</p> <p>10 Q SSC Equity Holdings, LLC?</p> <p>11 A Yes.</p> <p>12 Q Seneca Operating, LLC?</p> <p>13 A SSC Seneca Operating Company, LLC, yes.</p> <p>14 Q Thank you for that clarification.</p> <p>15 Now, and so how many operating</p> <p>16 subsidiaries do you perform work for? And by that,</p> <p>17 when I say "operating subsidiaries", I'm referring to</p> <p>18 entities that operate nursing homes within -- under</p> <p>19 the Sava umbrella?</p> <p>20 A Approximately 183, I believe.</p> <p>21 Q Okay. So that's gonna leave roughly 57</p> <p>22 other entities that you perform work for; is that</p> <p>23 right?</p> <p>24 A Yes, sir. Those were the GP LLCs that I</p> <p>25 was referring to, the general partners of the limited</p>

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<p>1 partnership operating companies.</p> <p>2 Q Okay. Now, where are you based? Where do</p> <p>3 you work out of?</p> <p>4 A One Ravinia Drive, Suite 1500, Atlanta.</p> <p>5 Q And are -- does more than one Sava-related</p> <p>6 entity operate out of that same address?</p> <p>7 A No, only Sava Senior Care Administrative</p> <p>8 Services, LLC.</p> <p>9 Q Okay. Now, are there any other</p> <p>10 Sava-related entities that operate out of One Ravinia</p> <p>11 Drive?</p> <p>12 A Not that operate, no.</p> <p>13 Q You've qualified it. Are there any other</p> <p>14 Sava-related entities that are housed, receive mail,</p> <p>15 phone calls or any other kinds of -- engage in any</p> <p>16 other kinds of activity at One Ravinia Drive?</p> <p>17 A Yeah, some of the companies that you</p> <p>18 mentioned earlier have a mailing address at that same</p> <p>19 One Ravinia Drive address.</p> <p>20 Q And what would they include?</p> <p>21 A Sava Senior Care, LLC and SSC Equity</p> <p>22 Holdings, LLC.</p> <p>23 Q And who opens the mail for SSC Equity</p> <p>24 Holdings, LLC?</p> <p>25 A If something is from a Secretary of</p>	<p>1 A I don't know.</p> <p>2 Q If they called the main switchboard and</p> <p>3 asked to speak to either you or Mr. Stenger, would the</p> <p>4 caller be able to be routed to you through that</p> <p>5 switchboard?</p> <p>6 A Yes, sir.</p> <p>7 Q Okay. And did I understand you to say</p> <p>8 that SSC Equity Holdings, LLC would receive mail at</p> <p>9 that address?</p> <p>10 A Yes.</p> <p>11 Q Okay. Now, at that address, that is One</p> <p>12 Ravinia Drive, and did you say the 15th floor?</p> <p>13 A Yes, Suite 1500.</p> <p>14 Q Suite 1500. Does Suite 1500, does that</p> <p>15 occupy the entire floor?</p> <p>16 A Yes, sir.</p> <p>17 Q Okay. And are there any signs -- what is</p> <p>18 the sign on the outside of the door or the entrance to</p> <p>19 Suite 1500? What does that indicate, if anything?</p> <p>20 A It says, Welcome to Sava Senior Care</p> <p>21 Administrative Services, LLC.</p> <p>22 Q Okay. And within that suite of offices,</p> <p>23 as I understand it, you perform services on behalf of</p> <p>24 a variety of different entities, correct?</p> <p>25 A Yes.</p>
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<p>1 State's office, it would be directed to me. I don't</p> <p>2 know if that company receives other mail, who it would</p> <p>3 be directed to.</p> <p>4 Q Okay. Who receives telephone calls on</p> <p>5 behalf of SSC Equity Holdings, LLC? Who fields</p> <p>6 telephone calls?</p> <p>7 A I don't know that it has a phone number.</p> <p>8 If anyone was calling the office at One Ravinia Drive</p> <p>9 it would go through the main switchboard, I would</p> <p>10 think.</p> <p>11 Q Okay. Thank you.</p> <p>12 And so what is the number for the main</p> <p>13 switchboard there?</p> <p>14 A I think it's (770)829-5100. Sorry, I have</p> <p>15 a direct line, so I don't call the switchboard.</p> <p>16 Q No, I understand, that's fine.</p> <p>17 But is that the number that typically</p> <p>18 would be called in order to be routed to one or the</p> <p>19 other Sava-related entities?</p> <p>20 A I believe so, yes.</p> <p>21 Q Okay. So, for example, if the State of</p> <p>22 South Carolina was calling and had a question about</p> <p>23 the Medicare cost report that had been filed on behalf</p> <p>24 of SSC Equity, LLC, would they typically call the main</p> <p>25 switchboard?</p>	<p>1 Q You don't move from that office location</p> <p>2 to provide any services on behalf of any of the other</p> <p>3 entities, typically, do you, in the course of your</p> <p>4 normal --</p> <p>5 A No.</p> <p>6 Q Okay. So for instance, if you do work for</p> <p>7 Sava Senior Care Administrative -- do you have an</p> <p>8 office, ma'am, a separate office --</p> <p>9 A Yes, I do.</p> <p>10 Q -- within that suite?</p> <p>11 A Yes.</p> <p>12 Q Okay. And so for instance, when you</p> <p>13 perform work on behalf of Sava Senior Care</p> <p>14 Administrative Services, LLC, you perform it within</p> <p>15 that office?</p> <p>16 A Yes, sir.</p> <p>17 Q And would the same be true for anything</p> <p>18 that you do on behalf of SSC Equity Holdings, LLC?</p> <p>19 A Yes.</p> <p>20 Q And would the same be true for any work</p> <p>21 that you do on behalf of Seneca Health and</p> <p>22 Rehabilitation Center?</p> <p>23 A For the company, yes.</p> <p>24 Q The company that --</p> <p>25 A For SSC Seneca Operating Company, LLC,</p>

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<p>1 yes.</p> <p>2 Q Okay. And do you perform work, for</p> <p>3 instance, on behalf of SSC Sumpter East Operating</p> <p>4 Company, LLC?</p> <p>5 A Yes, sir.</p> <p>6 Q And whatever work that you perform on its</p> <p>7 behalf, do you do it out of that same office?</p> <p>8 A Yes, sir.</p> <p>9 Q Okay. Now, in that -- within that suite,</p> <p>10 are there any kinds of signage that indicate separate</p> <p>11 areas for any of the Sava-related entities that we've</p> <p>12 talked about?</p> <p>13 A No.</p> <p>14 Q Okay. So there is simply a sign on the</p> <p>15 outside that says, Welcome to Sava Administrative --</p> <p>16 MR. OGLETREE: Objection.</p> <p>17 MR. CONNOR: -- Services, LLC?</p> <p>18 MR. OGLETREE: Objection to --</p> <p>19 MR. CONNOR: -- and nothing further that</p> <p>20 denominates areas that are devoted to the work</p> <p>21 of any of the other Sava entities; is that</p> <p>22 correct?</p> <p>23 MR. OGLETREE: Withdraw it.</p> <p>24 THE WITNESS: Yes, that is correct.</p> <p>25 BY MR. CONNOR:</p>	<p>1 Q Just feel free to say you don't know.</p> <p>2 Now, who -- do you receive a paycheck?</p> <p>3 A I do. Well, a direct deposit.</p> <p>4 Q Okay. And what kind of notification or</p> <p>5 memoranda do you receive about that deposit?</p> <p>6 A I receive an e-mail pay stub.</p> <p>7 Q Okay. And who -- do you know who deposits</p> <p>8 those funds directly to your account?</p> <p>9 A Sava Senior Care Administrative Services,</p> <p>10 LLC.</p> <p>11 Q Do you know if that's who the dispersing</p> <p>12 agent is?</p> <p>13 A No, the dispersing agent is SSC</p> <p>14 Disbursement Company.</p> <p>15 Q Okay. And do you know where the funds are</p> <p>16 on deposit that are deposited into your account? And</p> <p>17 when I say where, I'm really referring to the account</p> <p>18 holder.</p> <p>19 A No, sir.</p> <p>20 Q Do you receive a W-2 at the end of the</p> <p>21 year?</p> <p>22 A Yes, sir.</p> <p>23 Q I'm sorry, I couldn't hear you.</p> <p>24 A Oh, I'm sorry. Yes, sir.</p> <p>25 Q And who is identified as your employer on</p>
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<p>1 Q Okay. Thank you.</p> <p>2 Now, do you have a work e-mail address?</p> <p>3 A I do.</p> <p>4 Q And what is it, please?</p> <p>5 A Wgsims@savasc.com.</p> <p>6 Q Is savasc.com the domain name that's</p> <p>7 used for all of the Sava-related entities?</p> <p>8 A Domain name for people receiving e-mail?</p> <p>9 Q Yes.</p> <p>10 A I believe so.</p> <p>11 Q So, for example, would -- if an e-mail was</p> <p>12 sent to somebody that was affiliated with the Seneca</p> <p>13 Health and Rehabilitation, would they have that same</p> <p>14 domain name as part of their e-mail address?</p> <p>15 A That I do not know 100 percent to answer,</p> <p>16 sorry.</p> <p>17 Q Okay. Do you know whether folks that work</p> <p>18 at Sumpter East Health and Rehabilitation Center have</p> <p>19 that same domain name as a component of their work</p> <p>20 e-mail address?</p> <p>21 MR. OGLETREE: Objection.</p> <p>22 THE WITNESS: I'm not sure, I'm sorry.</p> <p>23 BY MR. CONNOR:</p> <p>24 Q If you don't know, that's all right.</p> <p>25 A Okay.</p>	<p>1 your W-2?</p> <p>2 A Sava Senior Care Administrative Services,</p> <p>3 LLC.</p> <p>4 Q Now, you've indicated that you perform</p> <p>5 services for 240 separate legal entities. Do you keep</p> <p>6 track of your time for the work that you perform on</p> <p>7 behalf of any given entity?</p> <p>8 A No, I do not.</p> <p>9 MR. OGLETREE: Ken, I'm sorry, just to</p> <p>10 clarify, are you asking in terms of the work she</p> <p>11 performs in her role as a paralegal in</p> <p>12 Administrative Services? Is that the question?</p> <p>13 MR. CONNOR: That's right.</p> <p>14 MR. OGLETREE: Okay.</p> <p>15 MR. CONNOR: Does that change your answer</p> <p>16 at all?</p> <p>17 THE WITNESS: No, sir.</p> <p>18 BY MR. CONNOR:</p> <p>19 Q Okay. Now, are you, in addition to</p> <p>20 serving as a paralegal at Sava Administrative</p> <p>21 Services, are you an officer or director at any other</p> <p>22 Sava-related entity?</p> <p>23 A Yes.</p> <p>24 Q Okay. And would you tell us for what</p> <p>25 entities and what role you serve in for that entity?</p>

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<p>1 A I'm the Assistant Corporate Secretary of 2 Sava Senior Care, LLC, and I'm the Corporate Secretary 3 for Sava Senior Care Administrative Services, LLC, SSC 4 Equity Holdings, LLC, SSC Seneca Operating Company, 5 LLC, and all of the other operating company LLCs. 6 Q And did I understand that for those 7 operating companies and including SSC Equity Holdings? 8 A That's correct. 9 Q That you are the Corporate Secretary? 10 A Yes, sir. 11 Q Now, when you perform any work on behalf 12 of SSC Equity Holdings -- and just for ease of 13 discussion, I'm going to drop the LLC designation. 14 But if you have any confusion about what I'm asking 15 about, don't hesitate to ask me. Okay? 16 A Okay. 17 Q When you perform work on behalf of SSC 18 Equity Holdings, for example, in your role as 19 Corporate Secretary, are you paid for those services 20 by SSC Equity Holdings? 21 A No, sir. 22 Q Do you keep track of your time for the 23 work that you perform on behalf of SSC Equity 24 Holdings? 25 A No, sir.</p>	<p>1 Senior Care? 2 A I do not, no. 3 Q Are you compensated directly in any way by 4 Sava Senior Care? 5 A Sava Senior Care, LLC, no, I am not. 6 Q Now, in addition to serving -- so, have 7 you identified -- by identifying your role as 8 Corporate Secretary, have you identified all of the 9 entities for whom you've served as Corporate 10 Secretary? 11 A The operating company LLCs that are 12 indirect subsidiaries of Sava Senior Care, LLC, and 13 the SSC Operating GP LLCs that are the general partner 14 of the limited partnerships. 15 Q Okay. And then do you serve in any other 16 office other than Corporate Secretary or Assistant 17 Corporate Secretary for any Sava-related entity? 18 A Are there -- I don't understand. Are 19 there other companies that I haven't named? Is that 20 your question? 21 Q What I'm really trying to understand is 22 did you hold any other office other than Corporate 23 Secretary or Assistant Corporate Secretary for any 24 Sava-related entity? 25 A Oh, sorry. No, sir, I don't.</p>
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<p>1 Q Do you keep track of your time for any of 2 the work that you perform in your role as Corporate 3 Secretary for the entities you've identified? 4 A No. 5 Q Okay. Pardon? 6 A No, I do not. 7 Q Okay. And did I understand you to say 8 that you are the Assistant Corporate Secretary for 9 Sava Senior Care, LLC? 10 A That's correct. 11 Q And what kind of work do you perform on 12 behalf of Sava Senior Care, LLC? 13 A I file -- 14 Q In that role as Corporate Secretary. 15 A Yes, sir. I file the annual report form 16 with the states of Delaware and Georgia. If a 17 corporate officer's signature, president, vice 18 president, et cetera, requires any type of 19 attestation, I can attest their signature. 20 If there are any documents like a Board 21 Consent that requires filing in a minute book, I will 22 do that, and I will assist the general counsel's 23 office with obtaining signatures on documents. 24 Q Now, when you perform work of that sort, 25 do you keep track of your time on behalf of Sava</p>	<p>1 Q All right. Do you serve as a director of 2 any Sava-related entity? 3 A No, I do not. 4 Q Or as a member of any Sava-related entity? 5 A No, I do not. 6 Q Okay. Are you a participant in a pension 7 or profit-sharing plan? 8 A No, sir. 9 Q Are you eligible for participation in any 10 such kind of plan? 11 A I'm eligible to participate in a 401K 12 plan. 13 Q Okay. And do you participate in a 401K 14 plan? 15 A I do. 16 Q All right. And who is the company that 17 provides the employer's share of the contribution? 18 A I've never received an employer's share. 19 Q So in your 401K plan are you the only 20 person who makes contributions to that plan? 21 A Yes, sir. 22 Q Do you know who administers that plan? 23 A Fidelity Investments. Is that who I get 24 the statements from? 25 Q I will accept that you get it from</p>

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<p>1 Fidelity; is that correct?</p> <p>2 A Yes.</p> <p>3 Q All right.</p> <p>4 MR. OGLETREE: But do you know the answer</p> <p>5 to that question or are you guessing?</p> <p>6 THE WITNESS: If by administrator it means</p> <p>7 who has the money and makes the investments,</p> <p>8 then Fidelity Investments is who -- is the</p> <p>9 answer to that.</p> <p>10 BY MR. CONNOR:</p> <p>11 Q Usually I think he refer to that as the</p> <p>12 custodian of the fund?</p> <p>13 A Okay.</p> <p>14 Q And so we'll accept an amendment to your</p> <p>15 answer, if that's the case, but do you know if that</p> <p>16 plan is administered by anyone other than Fidelity?</p> <p>17 A Not that I'm aware of.</p> <p>18 Q And just so that I -- I want to make sure</p> <p>19 that I understand. Does 100 percent of your</p> <p>20 compensation come from Sava Administrative Services?</p> <p>21 A Yes, sir.</p> <p>22 Q No part of your compensation, as I</p> <p>23 understand it, comes from any Sava Operating</p> <p>24 subsidiary, even though you perform services on their</p> <p>25 behalf, correct?</p>	<p>1 BY MR. CONNOR:</p> <p>2 Q Let me ask you some questions, if I may,</p> <p>3 that you may have knowledge of by virtue of the</p> <p>4 different hats that you wear in connection the --</p> <p>5 COURT REPORTER: I didn't hear him.</p> <p>6 MS. PROCTOR: I'm sorry, Ken, we didn't</p> <p>7 hear you. In connection with what?</p> <p>8 MR. CONNOR: The Sava-related entity.</p> <p>9 Would you like me to restate?</p> <p>10 MR. OGLETREE: Yes, please.</p> <p>11 BY MR. CONNOR:</p> <p>12 Q Okay. I'd like to ask you some questions</p> <p>13 about which you may have knowledge by virtue of the</p> <p>14 different hats that you wear with various Sava-related</p> <p>15 entities. Okay?</p> <p>16 First of all, you told us that you serve</p> <p>17 as -- I think you said the Corporate Secretary for</p> <p>18 Sava Senior Care, LLC?</p> <p>19 MR. OGLETREE: Object.</p> <p>20 THE WITNESS: Assistant.</p> <p>21 BY MR. CONNOR:</p> <p>22 Q Assistant?</p> <p>23 A Yes.</p> <p>24 Q Thank you for that clarification.</p> <p>25 Do you know if there is an entity known as</p>
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<p>1 A That's correct.</p> <p>2 Q And no part of your compensation comes</p> <p>3 from SSC Equity Holdings, even though you perform</p> <p>4 services on their behalf, correct?</p> <p>5 A That's correct.</p> <p>6 Q And no part of your compensation comes</p> <p>7 from Sava Senior Care, LLC, even though you perform</p> <p>8 services on its behalf?</p> <p>9 A Correct.</p> <p>10 Q Okay.</p> <p>11 (Telephone beeps.)</p> <p>12 MR. OGLETREE: Is somebody dialing in? Is</p> <p>13 that somebody joining us? I've heard the beep</p> <p>14 several times.</p> <p>15 MR. CONNOR: I don't think so, Ben.</p> <p>16 MR. OGLETREE: Okay.</p> <p>17 MR. CONNOR: I think when a line at this</p> <p>18 office rings in we get an interruption. I'm</p> <p>19 sorry, I don't know how to avoid that.</p> <p>20 MR. OGLETREE: That's okay. I'm sorry</p> <p>21 Mr. Connor. I just thought perhaps it was</p> <p>22 somebody joining the conference call. That's</p> <p>23 all.</p> <p>24 MR. CONNOR: I don't think so.</p> <p>25 MR. OGLETREE: Okay.</p>	<p>1 Sava Senior Care, Incorporated?</p> <p>2 A Not that I'm aware of.</p> <p>3 Q Okay. Does Sava Senior Care, LLC have</p> <p>4 directors?</p> <p>5 A Yes, sir.</p> <p>6 Q And who are the directors?</p> <p>7 A Tony Oglesby, Murray Forman and Leonard</p> <p>8 Grunstein.</p> <p>9 Q And what was Tony's last name? I'm sorry.</p> <p>10 A Oglesby, O-G-L-E-S-B-Y.</p> <p>11 Q Okay. Thank you.</p> <p>12 And does Sava Senior Care Administrative</p> <p>13 Services have directors?</p> <p>14 A Yes.</p> <p>15 Q And who are those directors?</p> <p>16 A Tony Oglesby, Kevin Seramur and Stefano</p> <p>17 Miele.</p> <p>18 Q And let me go back. Oglesby, Forman and</p> <p>19 Grunstein are directors of which entity you mentioned?</p> <p>20 A Sava Senior Care, LLC.</p> <p>21 Q And the last three that you gave me are --</p> <p>22 A Sava Senior --</p> <p>23 Q -- directors of which entity?</p> <p>24 A Sava Senior Care Administrative Services,</p> <p>25 LLC.</p>

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<p>1 Q All right. That was Seramur? How do you 2 pronounce that? 3 A It's Kevin, S-E-R-A-M-U-R. 4 Q And how do you pronounce his last name? 5 A Seramur. 6 Q And who were the other directors of Sava 7 Senior Care Administrative Services? 8 A Stefano Miele, M-I-E-L-E. 9 Q Seramur, Miele, and was there one other? 10 A Oglesby, Mr. Oglesby. 11 Q Okay. And what about SSC Equity Holdings, 12 does it have directors? 13 A One director, Murray Forman. 14 Q And when you identify him as a director, 15 you're making a distinction, I assume, between a 16 member and a director? 17 A A member is -- because these are LLCs, the 18 member is who actually owns the membership interest in 19 the entity, so it's not an individual. 20 Q I understand. 21 A Yes. 22 Q And so you're using the term "director" in 23 contrast to member, correct? 24 A They're not -- it's a separate -- it's a 25 separate position or -- it's not one and the same.</p>	<p>1 Executive Vice President and Chief Financial Officer. 2 Stefano Miele is Executive Vice President, General 3 Counsel and Secretary. Scott Barterwell is Executive 4 Vice President and Chief Administrative Officer, and 5 I'm the Assistant Secretary. 6 Q Okay. And can you tell me who the 7 officers are of SSC Equity Holdings, LLC? 8 A Murray Forman is President, and I am 9 Secretary. 10 Q Any other officers? 11 A No, that's all. 12 Q And who are the officers for Sava Senior 13 Care Administrative Services? 14 A Tony Oglesby is President. Kevin Seramur 15 is the Chief Financial Officer, Stefano Miele is 16 Executive Vice President. I am Corporate Secretary. 17 Janice Martinez is a Senior Vice President of Finance. 18 Tom Simons is a Senior Vice President of Finance. 19 Brent Snelgrove is a Senior Vice President and Chief 20 Compliance Officer. Chris Stenger is Vice President 21 Reimbursement. Scott Barterwell is Executive Vice 22 President of Risk Management. That's all I can 23 remember off the top of my head. There may be a few 24 more -- 25 Q You're doing a better job than I can</p>
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<p>1 Q Right. Thank you. 2 That's what I'm trying to establish. 3 A Okay. Yes. 4 Q So the director of SSC Equity Holdings is 5 who? 6 A Murray Forman. 7 Q And does Seneca Operating, LLC have a -- 8 have directors? 9 A One director. 10 Q And who is that? 11 A Paul Schrank, S-C-H-R-A-N-K. 12 Q Thank you. 13 Do you know whether or not SVCARE 14 Holdings, LLC has directors? 15 A I don't know. 16 Q Do you know whether Canyon Sudar Partners, 17 LLC has directors? 18 A No, sir. 19 Q No, you don't know? 20 A No, I do not know. 21 Q Okay. Thank you. 22 Can you tell me who the officers of Sava 23 Senior Care, LLC are? 24 A Yes, Tony Oglesby is the President and 25 Chief Executive Officer. Kevin Seramur is an</p>	<p>1 remember with all my grandchildren. Thank you. 2 Let's talk about SSC Seneca Operating 3 Company, LLC. 4 A Okay. 5 Q Can you tell me who the officers are of 6 that enterprise? 7 A The President is Paul Schrank. I'm not 8 sure who the Vice President of Operations is, and I'm 9 the Secretary. 10 Q And do you know who the -- if there are 11 directors of Sumpter East Health And Rehabilitation 12 Center, SSC Sumpter East Operating Company, LLC? 13 MR. OGLETREE: Objection. 14 THE WITNESS: Paul Schrank is the director 15 of that company. 16 BY MR. CONNOR: 17 Q And do you know who the officers are? 18 A Paul is President. I don't know who Vice 19 President of Operations is, and I'm the Secretary. 20 Q Okay. Thank you. 21 Have you ever set foot on the floor of 22 Seneca Health and Rehabilitation Operating Center? 23 A I have. I've been there one time. 24 Q When was that? 25 A About five years ago.</p>

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<p>1 Q And so I take it you were not there in 2 2009? 3 A No, sir. 4 Q You were not there in 2010? 5 A No. 6 Q Nor '11? 7 A No, sir. 8 Q Have you ever set foot on the floor of 9 Sumpter East Health and Rehabilitation Center in 10 Sumpter, South Carolina? 11 MR. OGLETREE: Objection. 12 THE WITNESS: No, I have not. 13 BY MR. CONNOR: 14 Q Do you know -- do you recall from your 15 visit to the Seneca facility what, besides -- whose 16 name, besides the name of the -- appeared on the name 17 tags for staff -- 18 MR. OGLETREE: Ken, there was a little 19 break up there in the questioning. Do you mind 20 please repeating the question? 21 MR. CONNOR: I'll be happy to. Thank you. 22 BY MR. CONNOR: 23 Q Ma'am, other than the name of the staff 24 member that appeared on the name tags of staff members 25 at the Seneca facility when you visited, do you recall</p>	<p>1 A Correct. 2 Q The other was -- did I understand you to 3 say, SCS? 4 A Yes, sir. It's a stylized SCS with like a 5 backward "C" or something. 6 Q Okay. And were you -- do you know when 7 those -- do you know when the Sava Senior Care 8 Administrative Services applied for protection from 9 the US Patent Office for those marks? Do you know 10 when they first applied? 11 A I believe the application for Sava Senior 12 Care was made in 2005, and the SCS was in 2005 and 13 2006, sometime around there, and then the "New Day" 14 logo, I believe, was about three or four years ago. 15 Q And would you have been involved in filing 16 the application for recognition of the marks with the 17 patent office? 18 A I was -- that was assigned to outside 19 local counsel and -- 20 MR. OGLETREE: Did you hear his question? 21 Did you do that, was his question. 22 THE WITNESS: I instructed or requested 23 outside counsel to file the applications on 24 behalf of Sava Senior Care Administrative 25 Services, LLC.</p>
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<p>1 if any other name was reflected on the name tag? 2 A I'm sorry, I don't remember. 3 Q Okay. Do you recall whether there is any 4 signage or whether or not there was any signage at 5 that facility that you observed when you visited about 6 five years ago? 7 A I don't remember. 8 Q Now, does any Sava-related entity, to the 9 best of your knowledge, have any service marks that 10 are on file with the US Patent Office? 11 A Yes. Sava -- 12 Q Tell me those, please. 13 A Sava Senior Care Administrative Services, 14 LLC owns the name, "Sava Senior Care". It owns a logo 15 that's the letters, "SCS". 16 Q SC -- what, ma'am? 17 A SCS like Sam, Charlie, Sam. 18 Q Thank you. 19 A And it owns a logo that is like a sunburst 20 and it says "New Day" on it. 21 Q I think you've identified three separate 22 marks; is that right? 23 A Yes, sir. 24 Q Okay. One is the Sava Senior Care, 25 correct?</p>	<p>1 BY MR. CONNOR: 2 Q Okay. Thank you. 3 Now, do you know whether or not there is a 4 license agreement between Sava Care Administrative 5 Services and any other Sava-related entity for the use 6 of the mark, Sava Senior Care? 7 A Yes, sir, there is. 8 Q Okay. Tell me about that. What do you 9 know about that? 10 A There is a back office service agreement 11 between Sava Senior Care Administrative Services, LLC 12 and each of the SSC operating company LPs or LLCs, and 13 as part of the Administrative Service Agreement there 14 is a license agreement to use the trademarks. 15 Q And do you know whether or not there is 16 any such agreement that pertains to the use of the 17 mark, SCS, Sam, Charlie, Sam? 18 A The stylized logo, yes, is one of the 19 marks they're allowed to use. 20 Q And it's one of the marks that all of the 21 operating entities are allowed to use? 22 A Yes, pursuant to their back office service 23 agreement with Sava Senior Care Administrative 24 Services. 25 Q Okay. And what about the sunburst with</p>

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<p>1 the New Day?</p> <p>2 A Yes, sir.</p> <p>3 Q Is there a license agreement that you're</p> <p>4 aware of between Sava Senior Care Administrative</p> <p>5 Services and the operating entity?</p> <p>6 A Yes. It's also part of the back office</p> <p>7 service agreement.</p> <p>8 Q Okay. Thank you.</p> <p>9 That would be true for each; is that</p> <p>10 right?</p> <p>11 A Yes --</p> <p>12 Q In other words -- pardon?</p> <p>13 A There is one -- as part of the back office</p> <p>14 agreement, there is an exhibit that says the operating</p> <p>15 company is licensed to use each of the trademarks on</p> <p>16 the following exhibit, and it includes all three of</p> <p>17 those marks.</p> <p>18 Q Thank you.</p> <p>19 And do you know whether or not any of --</p> <p>20 if there is any agreement between Sava Senior Care,</p> <p>21 LLC, and Sava Senior Care Administrative Services,</p> <p>22 LLC, for the use of any of those three marks?</p> <p>23 A Not that I'm aware of.</p> <p>24 Q Ma'am, are you in any way involved in any</p> <p>25 of the handling of cash for any of these facilities?</p>	<p>1 Do you know -- do you have any knowledge as to whether</p> <p>2 or not he performs work on behalf of more than one</p> <p>3 Sava-related entity?</p> <p>4 A Not -- in his capacity as an officer of</p> <p>5 Sava Senior Care, LLC, and of Sava Senior Care</p> <p>6 Administrative Services, LLC, that's all I -- that's</p> <p>7 all I know.</p> <p>8 Q Okay. Do you know from whom he receives a</p> <p>9 paycheck?</p> <p>10 A Sava Senior Care Administrative Services.</p> <p>11 Q And how is it that you know that?</p> <p>12 A That's who he is employed by.</p> <p>13 Q Have you ever seen his paycheck?</p> <p>14 A No.</p> <p>15 Q So is that an assumption that you made?</p> <p>16 A No, I know that he -- I know that everyone</p> <p>17 in the Atlanta office is employed by Sava Senior Care</p> <p>18 Administrative Services, LLC or Sava Senior Care</p> <p>19 Consulting, LLC.</p> <p>20 Q Who is employed by Sava Senior Care</p> <p>21 Consulting Company?</p> <p>22 A The clinical operations regulatory</p> <p>23 personnel in the office -- you want names of people?</p> <p>24 Q No, that's fine. Would that be an apt</p> <p>25 description of the category of people or</p>
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<p>1 A No, sir.</p> <p>2 Q Do you have any involvement with or</p> <p>3 participation in the concentration account into which</p> <p>4 facility revenues are deposited?</p> <p>5 A No, I do not.</p> <p>6 Q Do you, in your role as Senior</p> <p>7 Paralegal -- well, let me go back and ask you this.</p> <p>8 Did you -- do you know whether or not Mr. Miele</p> <p>9 performed services on behalf of more than one</p> <p>10 Sava-related entity?</p> <p>11 A I don't know.</p> <p>12 Q Well, does he wind up tasking you with</p> <p>13 your responsibility?</p> <p>14 A No.</p> <p>15 MR. OGLETREE: Objection to form.</p> <p>16 THE WITNESS: No.</p> <p>17 BY MR. CONNOR:</p> <p>18 Q You told me that he's your supervisor.</p> <p>19 Who tasks you with your responsibilities that you have</p> <p>20 at Sava Senior Care Administrative Services?</p> <p>21 A The filings that I do on behalf of the</p> <p>22 legal entities is just part of my area of expertise.</p> <p>23 It's my job. He's not involved in those types of</p> <p>24 annual filings at all.</p> <p>25 Q So back to my earlier question, I'm sorry.</p>	<p>1 classification of people that would be employed by</p> <p>2 consulting services?</p> <p>3 A Yes.</p> <p>4 Q Ma'am, are you involved in any way in</p> <p>5 either generating or serving as custodian of vendor</p> <p>6 contracts which would be entered into with a given</p> <p>7 operating subsidiary and a provider of services to</p> <p>8 those facilities?</p> <p>9 A No, I'm not.</p> <p>10 Q So that I'm clear on that, for instance,</p> <p>11 if a medical director enters into a contract with</p> <p>12 Seneca Health and Rehabilitation Center or if a food</p> <p>13 vendor provides services to them or a therapy company</p> <p>14 provides services to them, you have nothing to do with</p> <p>15 that at all; is that right?</p> <p>16 A That is correct.</p> <p>17 Q All right. Do you know where such</p> <p>18 contracts would be maintained or kept on file?</p> <p>19 A I don't have enough knowledge to answer</p> <p>20 that question. I could guess, but I don't know.</p> <p>21 Q That's all right.</p> <p>22 A Yeah, I don't know.</p> <p>23 Q Okay.</p> <p>24 A I do not maintain them.</p> <p>25 Q All right. Okay. Do you know who does --</p>

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<p>1 do you know who the records custodian would be?</p> <p>2 A There is a contract paralegal that works</p> <p>3 for Sava Senior Care Administrative Services, LLC --</p> <p>4 she actually works out of her home in Virginia, and</p> <p>5 she reports to Stefano Miele. And then I believe she</p> <p>6 works directly with the facility on contract-related</p> <p>7 matters.</p> <p>8 Q Who would that contract paralegal be</p> <p>9 today?</p> <p>10 A Susan Gray.</p> <p>11 Q G-R-A-Y?</p> <p>12 A Yes.</p> <p>13 Q Okay. And do you know where -- what town</p> <p>14 her home is located in, in Virginia?</p> <p>15 A I do not. She's recently moved.</p> <p>16 Q What role, if any, do you play with</p> <p>17 respect to Sava Consulting Services, LLC?</p> <p>18 A I'm the secretary.</p> <p>19 Q And what duties do you perform on its</p> <p>20 behalf?</p> <p>21 A The same. I file the annual report with</p> <p>22 the Secretary of State's Office and maintain a copy of</p> <p>23 the Certificate of Formation, Limited Liability</p> <p>24 Company Agreement, just --</p> <p>25 Q And what -- I'm sorry. I didn't mean to</p>	<p>1 A Because we're not in the facility, in</p> <p>2 person, to provide services that would be required to</p> <p>3 operate a nursing home 24 hours a day.</p> <p>4 Q What role, if any, does Sava</p> <p>5 Administrative Services, to your knowledge, play with</p> <p>6 respect to budgeting for a given operational entity?</p> <p>7 A I'm not aware of any.</p> <p>8 Q You don't play any role in that regard, is</p> <p>9 that fair?</p> <p>10 A That's correct.</p> <p>11 Q Okay.</p> <p>12 MR. OGLETREE: I'm going to withdraw my</p> <p>13 earlier objection.</p> <p>14 BY MR. CONNOR:</p> <p>15 Q Let me ask you to -- I'd like to now ask</p> <p>16 you, Ms. Sims, if I may, about an affidavit that has</p> <p>17 been filed in this proceeding which indicates that</p> <p>18 it's an affidavit of Wynn G. Sims on behalf of SSC</p> <p>19 Equity Holdings, LLC that's for a Motion to Dismiss.</p> <p>20 Do you recall executing that affidavit?</p> <p>21 A Yes, sir, I do.</p> <p>22 Q Do you have a copy of it available to you?</p> <p>23 MR. OGLETREE: Not here in front of her,</p> <p>24 no.</p> <p>25 MR. CONNOR: Okay. That's all right.</p>
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<p>1 cut you off.</p> <p>2 A No, that's all right. It doesn't sound</p> <p>3 like -- that's about it.</p> <p>4 Q Okay. And what do you understand Sava</p> <p>5 Consulting Services -- what do you understand its role</p> <p>6 to be vis a vis the operating subsidiary in contrast</p> <p>7 to the role of Sava Administrative Services?</p> <p>8 A There are consulting agreements between</p> <p>9 Sava Senior Care Consulting, LLC and each one of the</p> <p>10 SSC operating companies, and the consulting services</p> <p>11 company provides consulting services with respect to</p> <p>12 clinical, regulatory issues, more in-the-field type of</p> <p>13 consulting services, whereas administrative services,</p> <p>14 truly back office services like legal and finance,</p> <p>15 that type of thing.</p> <p>16 Q Okay. Without the services provided by</p> <p>17 Sava Administrative Services and Consulting Services,</p> <p>18 would the facilities be able to operate their</p> <p>19 day-to-day operations?</p> <p>20 MR. OGLETREE: Objection.</p> <p>21 THE WITNESS: I have no idea. I would</p> <p>22 think so.</p> <p>23 BY MR. CONNOR:</p> <p>24 Q And what causes you to think that they</p> <p>25 could?</p>	<p>1 BY MR. CONNOR:</p> <p>2 Q Let me ask you some questions about that</p> <p>3 affidavit, and I'll read to you the pertinent portion</p> <p>4 of it that I want to ask you about. Okay?</p> <p>5 A Okay.</p> <p>6 Q Paragraph 3 of that affidavit makes these</p> <p>7 statements: It says, "SSC Seneca Operating Company,</p> <p>8 LLC's sole member is SSC Submaster Holding, LLC, which</p> <p>9 is a Delaware Limited Liability Company."</p> <p>10 How is it that you came about that</p> <p>11 information? In other words, how is it that you came</p> <p>12 to know that the sole member of SSC Seneca Operating,</p> <p>13 LLC was SSC Submaster Holding?</p> <p>14 A It is in the Limited Liability Company</p> <p>15 Agreement, which is maintained in the corporate</p> <p>16 records that I maintain, and I've seen a copy of the</p> <p>17 Membership Certificate, which is also in the book.</p> <p>18 Q Okay. And then you make the statement,</p> <p>19 "SSC Submaster Holding, LLC's sole member is SSC</p> <p>20 Equity Holdings, LLC, which is a Delaware Limited</p> <p>21 Liability Company."</p> <p>22 Same question, how is it that you've come</p> <p>23 about with knowledge of that information?</p> <p>24 A From reviewing the Limited Liability</p> <p>25 Company Agreement and a copy of the Membership</p>

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<p>1 Certificate and inputting that into my legal database 2 of companies. 3 Q Okay. So is it your understanding then 4 that SSC Equity Holdings, LLC is an indirect owner of 5 SSC Seneca Operating Company, LLC? 6 A Indirect. That's correct, indirect. 7 Q Then as I further read your affidavit, it 8 indicates, SSC Equity Holdings, LLC's sole member is 9 Sava Senior Care, LLC, which is a Delaware Limited 10 Liability Company. 11 And I assume that the basis for that 12 information is the same as you've already described? 13 A Yes, sir, that's correct. 14 Q All right. And would it be fair to say 15 that your understanding is also that Sava Senior Care, 16 LLC is an indirect owner of SSC Submaster -- I'm 17 sorry, let me rephrase. Would it be fair to say, 18 then, that your understanding is that Sava Senior 19 Care, LLC is an indirect owner of SSC Seneca Operating 20 Company, LLC? 21 A Correct. 22 Q As well as an indirect owner of SSC Equity 23 Holdings, LLC? 24 A It's the direct owner of SSC Equity 25 Holdings, LLC.</p>	<p>1 reads as follows: Quote, "SSC Equity Holdings, LLC 2 observes corporate formalities. SSC Equity Holdings, 3 LLC maintains its own books and records", close quote. 4 Do you recall having sworn to the truth of 5 that statement? 6 A Yes, sir. 7 Q Okay. And how does SSC Equity Holdings -- 8 well, strike that. 9 Does SSC Equity Holdings have any 10 employees? 11 A No. 12 Q Then how does SSC Equity Holdings maintain 13 its own books and records? 14 A As the Corporate Secretary, I maintain the 15 books and records for the legal entity. 16 Q But you're not paid by SSC Equity 17 Holdings, are you? 18 A No. 19 Q Are you paid by Sava Senior Care 20 Administrative Services, LLC for the services you 21 perform on behalf of SSC Equity Holdings? 22 A I believe so. 23 Q And so would it be fair to say that to the 24 best of your knowledge that the activities of SSC 25 Equity Holdings are carried out through Sava Senior</p>
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<p>1 Q Thank you for making that distinction. 2 (Phone rings.) 3 MR. CONNOR: I'm sorry. I'm trying to cut 4 this other phone off. I apologize for that. 5 BY MR. CONNOR: 6 Q All right. Now, in Paragraph 2 of the 7 affidavit about which we spoke, you make the -- 8 MR. OGLETREE: Hey, Ken, would you give us 9 just one second? We're having a little 10 technical difficulty here. 11 MR. CONNOR: Of course. 12 MR. OGLETREE: I'm sorry. Just a moment, 13 please. Can you hear the microphone now, sir? 14 VIDEOGRAPHER: (Nods head affirmatively.) 15 MR. OGLETREE: Okay. 16 THE WITNESS: Sorry about that. 17 MR. OGLETREE: Okay. We're all set. 18 MR. CONNOR: Thank you. 19 MR. OGLETREE: Ken, we're ready if you'd 20 like to ask the question. We're all -- I think 21 we've got everything in working order again. 22 BY MR. CONNOR: 23 Q Thank you. 24 Let me direct your attention to 25 Paragraph 2 of the affidavit of which we spoke, which</p>	<p>1 Care Administrative Services, LLC? 2 A What activities? The activities that I 3 perform for the company? 4 Q Does it perform -- does SSC Equity 5 Holdings perform any activities that you don't 6 perform? 7 A I don't know. It's a holding company. 8 Q Okay. So do you know if it performs any 9 activities of any kind other than those you perform? 10 A Not that I'm aware of. 11 Q Do you know whether or not it files cost 12 reports for the State of South Carolina? 13 A I believe it assists in the filing of the 14 cost report for SSC Seneca Operating Company. 15 Q Do you know what a home office cost report 16 is? 17 A I think it's the document that you file 18 with Medicare/Medicaid to be reimbursed for services. 19 That's my knowledge of a cost report. 20 Q Do you know whether or not -- do you know 21 of your own knowledge whether or not SSC Equity 22 Holdings, LLC now files or has ever filed home office 23 cost reports with the State of South Carolina? 24 A I am aware that SSC Equity Holdings, LLC 25 provides that service. I don't know as direct</p>

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<p style="text-align: right;">Page 50</p> <p>1 knowledge whether it has done that for SSC Seneca 2 Operating Company, LLC. 3 Q Ma'am, I'm not asking whether it does it 4 on behalf of SSC Seneca. I'm asking whether or not 5 you have any knowledge as to whether or not SSC Equity 6 Holdings has filed cost reports, now or at any other 7 time, in and with the State of South Carolina? 8 A I don't know. 9 Q Do you know who Chris Stenger is? 10 A I do. 11 Q And who is he? What is his role with Sava 12 Senior Care Administrative Services, LLC? 13 A He is the Vice President of Reimbursement 14 and works in the Houston -- out of the Houston office. 15 Q Are you aware that he has signed cost 16 reports under oath, home office cost reports, that 17 were filed on behalf of SSC Equity Holdings, LLC with 18 the State of South Carolina? 19 MR. OGLETREE: Objection. 20 THE WITNESS: No, I'm not aware of that. 21 BY MR. CONNOR: 22 Q And are you aware of whether or not he has 23 done that while working for Sava Administrative 24 Services but acting as agent of SSC Equity Holdings, 25 LLC?</p>	<p style="text-align: right;">Page 52</p> <p>1 THE WITNESS: I didn't say anything about 2 the cost reports and would not be able to answer 3 any questions about cost reports. 4 BY MR. CONNOR: 5 Q So when you -- would it be fair to say 6 that with respect to the averments of your affidavit, 7 that they do not take into account the filing of any 8 cost reports with and in the State of South Carolina 9 by or on behalf of SSC Equity Holdings, LLC? 10 A That is -- 11 MR. OGLETREE: Objection. Go ahead. 12 THE WITNESS: I agree with that, because I 13 have no knowledge of filing of cost reports. 14 BY MR. CONNOR: 15 Q Do you know whether or not SSC Equity, LLC 16 has ever received a management fee in connection with 17 the operation of Seneca Health and Rehabilitation 18 Center? 19 A Not that I'm aware of. 20 Q Does that mean no, that you don't know or 21 no, it did not? 22 A No, I don't know. 23 Q Okay. Do you know what representations 24 made have been made under oath by Mr. Stenger to the 25 State of South Carolina in that regard?</p>
<p style="text-align: right;">Page 51</p> <p>1 A No, sir. I'm not familiar with that. 2 Q So you didn't have any knowledge -- let me 3 ask you to assume that your testimony in this case has 4 been that Mr. Stenger has, in fact, signed under oath 5 cost reports, home office cost reports, on behalf of 6 SSC Equity Holdings, LLC while acting as its agent 7 through Sava Senior Care Services -- Administrative 8 Services -- just assume that to be the case? 9 A Okay. 10 Q Is it my understanding that you had no 11 knowledge of that when you filed this affidavit -- 12 A That's correct. 13 Q -- in this case? 14 A Yes, sir, that's correct. 15 Q You had no knowledge of that? 16 A No, sir, no knowledge. 17 Q Do you know how many home office cost 18 reports have been filed with and in the State of South 19 Carolina on behalf of SSC Equity Holdings, LLC? 20 A No, sir. 21 Q Do you think that information would be 22 important to your understanding of the averments that 23 you made in your affidavit that you filed under oath 24 with the court in this proceeding? 25 MR. OGLETREE: Objection.</p>	<p style="text-align: right;">Page 53</p> <p>1 A No, I do not. 2 Q So would it be fair to say that when you 3 filed your affidavit that you did not take into 4 account any activities that SSC Equity Holdings, LLC 5 may have had with the South Carolina -- with respect 6 to the filing of home office cost reports? 7 MR. OGLETREE: Objection. 8 THE WITNESS: Correct. 9 BY MR. CONNOR: 10 Q Okay. Bear with me just a -- Ms. Sims, do 11 you know what the term, "wrapper" means as it relates 12 to submissions to the patent office in connection with 13 applications for trademark or service mark protection? 14 A No, I do not. 15 Q And tell me, do you know of your own 16 knowledge what documents were filed by or on behalf of 17 Sava Senior Care Administrative Services in connection 18 with the application for trademark protection? 19 A An application with the Patent and 20 Trademark office was filed, and there would have been 21 an example of how the mark was used, but I don't 22 recall what that example was. 23 Q Would you have custody of the materials 24 that were filed with the patent office in connection 25 with that application?</p>

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<p>1 A I have a copy of the actual registration 2 that we received from the Patent and Trademark office. 3 Our outside counsel would have retained the actual 4 application for us. 5 Q And who would that outside counsel have 6 been? 7 A Duane Morris. 8 Q With what firm? 9 A That's the name of the firm, Duane Morris. 10 I don't recall the attorney. 11 Q And do you know where that firm is based? 12 A I work with their Atlanta office. 13 Q Thank you. 14 Now, in connection with your role as 15 Senior Paralegal at Sava Administrative Services or in 16 connection with your role as an officer or Assistant 17 Secretary of any of these entities you've identified, 18 do you maintain or have custody of minutes of meetings 19 of the Board of Directors of the various LLCs that 20 we've discussed? 21 A There are consent -- there are unanimous 22 written consents of the Board of Directors. There are 23 no minutes of meetings that I'm aware of. 24 Q Unanimous written consent about actions 25 taken by the LLC?</p>	<p>1 Operations, but I don't know who the individuals were. 2 Q Would that be true for all of the 3 operating entities? 4 A Yes, sir. 5 Q Okay. So, for instance, Seneca Health and 6 Rehabilitation Center, the governing body, would be 7 comprised of the Administrator and the VP for 8 operations? 9 A Correct. 10 Q And would that be -- the same be true for 11 Sumpter East Health and Rehab Center in Sumpter, South 12 Carolina? 13 MR. OGLETREE: Objection. 14 THE WITNESS: Yes, sir. 15 BY MR. CONNOR: 16 Q And so is it your position that SSC 17 Sumpter East Operating Center Company -- I'm sorry, 18 let me restate. 19 Is it your position that SSC Sumpter East 20 Operating Company, LLC actually has a Vice President 21 of Operations? 22 MR. OGLETREE: Objection. 23 THE WITNESS: Yes. 24 BY MR. CONNOR: 25 Q And the same would be true for SSC Sumpter</p>
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<p>1 A Correct. Like electing new officers -- 2 those are generally the Board Consents maintained in 3 the records. 4 Q You're not actually aware of any meetings 5 ever having occurred of the Board of Directors as 6 such, are you? 7 A No, sir. 8 MR. OGLETREE: Objection. I'm sorry, 9 Mr. Connor, which entities are we talking about? 10 MR. CONNOR: Any of the entities that she 11 serves as Corporate Secretary for. 12 MR. OGLETREE: Okay. Thank you. 13 THE WITNESS: Yeah, I'm not aware of any 14 actual meetings. 15 BY MR. CONNOR: 16 Q Okay. And would you be familiar with or 17 have custody of minutes of any of the governing bodies 18 for any of the operating entities of the nursing home? 19 A No, sir. 20 Q Do you know who in 2010 constituted the 21 governing body for Seneca Health and Rehabilitation 22 Center? 23 A I would know the positions. I don't know 24 the titles -- I mean the names. It would have been 25 the Administrator and the facility Vice President of</p>	<p>1 East Operating Company, LLC? 2 MR. OGLETREE: Objection. 3 THE WITNESS: I think that was the company 4 that you asked me about the first time. I think 5 you asked me about Sumpter East both times. Did 6 you mean Seneca? 7 BY MR. CONNOR: 8 Q Thank you. I did. 9 Is it fair to say that you understood that 10 the Seneca and Sumpter entities both have Vice 11 Presidents of Operations? 12 A Yes, sir. 13 Q And did have in 2010? 14 A Yes, sir. 15 Q And are you able to tell me whether or not 16 in 2010 those companies were part of a particular 17 region? 18 MR. OGLETREE: Objection, form. 19 THE WITNESS: Yes, but I don't know what 20 region they would be part of. 21 BY MR. CONNOR: 22 Q Okay. Do you know who the -- is there a 23 Regional President or a Regional Vice President? 24 A Yes. 25 Q Both or just one?</p>

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<p>1 A There is a Regional President and a 2 Regional Vice President -- well, no. There is a 3 Division President and a Regional Vice President. 4 Q Okay. A Division President, is that what 5 I understood you to say? 6 A Yes, yes. 7 Q And do you know who -- do you know who the 8 person would have been in 2010 for the Sumpter and 9 Seneca facility? 10 A Paul Schrank. 11 Q And who would have been the Regional Vice 12 President for that -- for the region that had 13 jurisdiction of those two facilities? 14 A That I don't know. 15 Q Okay. Now, do you know whether or not any 16 Sava-related entity has entered into any kind of 17 Corporate Integrity Agreement with the U.S. Department 18 of Justice or the folks at -- 19 MR. OGLETREE: Objection. Don't answer 20 that question. 21 MR. CONNOR: I'm sorry? 22 MR. OGLETREE: Don't answer that question. 23 Objection. 24 MR. CONNOR: May I have the basis -- would 25 you state the basis for that objection?</p>	<p>1 those agreements are such that the ones who 2 enter into those agreements do covenant with the 3 federal government to ensure that those 4 agreements are respected and carried out at the 5 facility level. 6 So I would pose my question again, having 7 made that representation to the witness. 8 BY MR. CONNOR: 9 Q Ma'am, do you know whether or not Sava 10 Senior Care, LLC or any Sava-related entity has 11 entered into any form of Corporate Integrity Agreement 12 with the United States Department of Justice or any of 13 its agents -- or any of the agencies of the United 14 States? 15 A No, I'm not aware of any agreement -- any 16 Corporate Integrity Agreement. 17 Q If such agreement exists, would it be fair 18 to say that you're not the custodian of those 19 agreements? 20 A That's correct. 21 Q Okay. Ma'am, are you the custodian of any 22 lease agreements that the operating entities have with 23 the owners of the real property upon which the nursing 24 home entities operate? 25 A I have a copy of the leases. I'm not the</p>
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<p>1 MR. OGLETREE: This deposition was limited 2 to the personal jurisdiction issues relating to 3 SSC Equity Holdings and to Sava Senior Care, 4 LLC. I don't understand what a Corporate 5 Integrity Agreement has to do with that at all. 6 MR. CONNOR: Well, very simply, if you've 7 ever read the Corporate Integrity Agreements 8 that are typically entered into with these 9 entities, you'll know that they often indicate 10 that they'll take certain action at the facility 11 level to see that they're -- that the employees 12 there are trained in the terms of the Corporate 13 Integrity Agreement, and that they will assure 14 that the provisions of those agreements are 15 respected at the facility level, which I would 16 suggest they manage or control. And so, Ben, 17 are you familiar with those agreements? Have 18 you read those in the past? 19 MR. OGLETREE: I'm not the one being 20 deposed here today. 21 MR. CONNOR: Well, I'm simply stating the 22 basis for why I believe this question is 23 relevant. You've objected on the grounds of 24 relevance, apparently, and don't feel it has any 25 relevance. But I suggest that the nature of</p>	<p>1 custodian of the original documents. 2 Q Okay. Now, how is it that a copy of those 3 agreements come into your custody? 4 A I assist in maintaining a virtual data 5 room of documents, and the real property leases happen 6 to be one of the documents that's on that virtual data 7 -- in that virtual data room. 8 Q Now, do you have the ability in your role, 9 if you wish to access information about the 10 deficiencies for which, say, the Seneca facility has 11 been cited in any given period of time, do you have 12 the ability to access that data? 13 A Not personally. I could -- if somebody 14 wanted it, I could ask someone in the regulatory 15 office for that, but it is not something that I 16 personally maintain or have direct access to. 17 Q And by the regulatory office, then, you're 18 speaking of someone who would be working for Sava 19 Senior Care Consulting Service or Sava Consulting 20 Services? 21 A Yes, sir, that's correct. 22 Q And, likewise, do you have any access, 23 either directly or indirectly, for instance, to 24 information or data at a given facility such as Seneca 25 for things like (unintelligible), number of pressure</p>

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<p style="text-align: right;">Page 62</p> <p>1 ulcers, other clinical type of information?</p> <p>2 A I do not know.</p> <p>3 Q You do not or --</p> <p>4 A I do not have direct or indirect access to</p> <p>5 that information.</p> <p>6 Q Okay.</p> <p>7 MR. OGLETREE: Let him finish asking the</p> <p>8 question before --</p> <p>9 THE WITNESS: I'm sorry.</p> <p>10 MR. OGLETREE: It's okay. Just let him</p> <p>11 finish the question.</p> <p>12 BY MR. CONNOR:</p> <p>13 Q Do you have custody of or have anything to</p> <p>14 do with the policies or procedures that are in place</p> <p>15 at any given Sava Operating subsidiary?</p> <p>16 A I -- there is someone in my office who I</p> <p>17 can ask for that information.</p> <p>18 Q Who would you ask for that information?</p> <p>19 A Lisa Farve in the compliance office.</p> <p>20 Q Now, would she be associated with</p> <p>21 consulting services or administrative services?</p> <p>22 A Administrative services.</p> <p>23 Q Okay. Does the company have a -- is there</p> <p>24 a system-wide intranet computer system for the Sava</p> <p>25 entity?</p>	<p style="text-align: right;">Page 64</p> <p>1 MR. OGLETREE: Okay. All right.</p> <p>2 THE WITNESS: Not that I have any</p> <p>3 recollection, no.</p> <p>4 BY MR. CONNOR:</p> <p>5 Q Ma'am, you're not a lawyer, are you?</p> <p>6 A No, I'm not.</p> <p>7 Q And tell me, please, what your educational</p> <p>8 background is.</p> <p>9 A I graduated with a BA from Randolph Macon</p> <p>10 Woman's College in Lynchburg, Virginia, and went to</p> <p>11 the National Center for Paralegal Training here in</p> <p>12 Atlanta, finished in the winter, 1986, and have been</p> <p>13 employed as a paralegal since 1986.</p> <p>14 Q Okay. Thank you.</p> <p>15 Ma'am, when -- assuming that a facility</p> <p>16 such as Seneca is cited for a violation of COBRA</p> <p>17 regulation, is that something that you're made aware</p> <p>18 of in your office?</p> <p>19 A I'm not, no.</p> <p>20 Q Do you know whether or not your boss is</p> <p>21 made aware of those -- any such violation?</p> <p>22 A I don't know.</p> <p>23 MR. CONNOR: I'm about to wrap up, folks.</p> <p>24 Can we take about a three-minute break so that I</p> <p>25 can look at my notes and confer with my</p>
<p style="text-align: right;">Page 63</p> <p>1 A There is.</p> <p>2 Q And do you know what type of information</p> <p>3 can be accessed on this system? I'm not asking you</p> <p>4 for specific information, but just generally the type</p> <p>5 of information that can be accessed?</p> <p>6 A Yes, and it depends on what you do with</p> <p>7 the company as to the level of your access on the</p> <p>8 intranet.</p> <p>9 Q Are you able to produce reports from that</p> <p>10 computer system?</p> <p>11 A No.</p> <p>12 Q You can communicate with the staff at the</p> <p>13 Seneca facility via e-mail?</p> <p>14 A No.</p> <p>15 Q What about at the Sumpter facility?</p> <p>16 MR. OGLETREE: Objection.</p> <p>17 THE WITNESS: No.</p> <p>18 BY MR. CONNOR:</p> <p>19 Q Have you had occasion to communicate with</p> <p>20 folks at either of those facilities?</p> <p>21 A Not that I recall.</p> <p>22 MR. OGLETREE: Excuse me, Mr. Connor, do</p> <p>23 you mean by e-mail or otherwise?</p> <p>24 MR. CONNOR: Otherwise. She's told me she</p> <p>25 hasn't communicated with them by e-mail.</p>	<p style="text-align: right;">Page 65</p> <p>1 colleague?</p> <p>2 MS. PROCTOR: Absolutely.</p> <p>3 MR. OGLETREE: Yes, sir. Mr. Connor, if</p> <p>4 it's all right with you, can we take about five</p> <p>5 minutes, five to ten? We need to run a little</p> <p>6 error here.</p> <p>7 VIDEOGRAPHER: The time is now 3:28 p.m.</p> <p>8 We are now off the record.</p> <p>9 (Whereupon, the proceedings were interrupted</p> <p>10 by a short break.)</p> <p>11 VIDEOGRAPHER: The time is now 3:38 p.m.</p> <p>12 We are now back on the record.</p> <p>13 MR. CONNOR: Are we ready to begin?</p> <p>14 MR. OGLETREE: Yes, sir.</p> <p>15 MR. CONNOR: Okay. Thank you. I'm sorry,</p> <p>16 I couldn't tell.</p> <p>17 BY MR. CONNOR:</p> <p>18 Q Ms. Sims, do you have any familiarity of</p> <p>19 any kind with the litigation that has taken place in</p> <p>20 New York that involved a Rubin Schron, Leonard</p> <p>21 Grunstein, Murray Forman and various Sava entities?</p> <p>22 MR. OGLETREE: Objection.</p> <p>23 THE WITNESS: I am aware of it, but I'm</p> <p>24 not very familiar with it.</p> <p>25 BY MR. CONNOR:</p>

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<p>1 Q How is it that you became aware of that 2 litigation?</p> <p>3 A I don't remember exactly. I think someone 4 at the office mentioned it, and then someone forwarded 5 me the most recent decision out of New York, and I 6 read it -- I think it was posted on Google. That's 7 the extent of my familiarity and awareness of the 8 matter.</p> <p>9 Q Okay. Are you familiar with any of the 10 documents that were filed or received in evidence in 11 connection with that litigation?</p> <p>12 A No, sir.</p> <p>13 Q Does your office -- and by that I mean the 14 legal office for which you work -- do you know if it 15 maintained copies of any of the documents that were 16 generated in connection with that litigation?</p> <p>17 MR. OGLETREE: Object to the form.</p> <p>18 THE WITNESS: I believe Stefano Miele and 19 his assistant keep a file or docket or whatever, 20 but I've never seen that or discussed it with 21 him.</p> <p>22 BY MR. CONNOR:</p> <p>23 Q All right. So you're not directly 24 involved or related, then, in connection with that 25 litigation?</p>	<p>1 BY MR. CONNOR:</p> <p>2 Q Who would be his assistant that assists 3 him in that regard?</p> <p>4 MR. OGLETREE: Objection.</p> <p>5 THE WITNESS: His executive assistant is 6 Melita Hobby.</p> <p>7 BY MR. CONNOR:</p> <p>8 Q Would you spell her name for me, please?</p> <p>9 A M-E-L-I-T-A, H-O-B-B-Y.</p> <p>10 Q Thank you.</p> <p>11 Have you ever had occasion to meet Leonard 12 Grunstein?</p> <p>13 A I met him one time in January, 2005.</p> <p>14 Q Have you ever worked with him in any role?</p> <p>15 A No.</p> <p>16 Q Have you ever known him to perform 17 services on behalf of Sava Senior Care, LLC?</p> <p>18 A No.</p> <p>19 Q Have you ever met or worked with Murray 20 Forman?</p> <p>21 A I met Murray in January, 2005, also, and I 22 believe he was in our office five or six years ago, 23 and I saw him walk down the hallway.</p> <p>24 Q Have you ever performed any services for 25 him?</p>
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<p>1 A No, sir.</p> <p>2 Q But your understanding is that Mr. Miele 3 has some kind of, at least, connection with -- in 4 terms of at least receiving information?</p> <p>5 MR. OGLETREE: Objection.</p> <p>6 BY MR. CONNOR:</p> <p>7 Q And who would be his -- am I correct in 8 that regard? Is your understanding that Mr. Miele 9 received some information about that litigation or has 10 received over the course of time --</p> <p>11 MR. OGLETREE: Objection.</p> <p>12 BY MR. CONNOR:</p> <p>13 Q -- some information about it?</p> <p>14 A I believe so. I think that either Sava 15 Senior Care, LLC or Sava Senior Care Administrative 16 Services, LLC was sued by Mr. Schron and Stefano is 17 the general counsel of both of those companies, so 18 that's why I think he would be aware of some of the 19 documents.</p> <p>20 Q Okay. But do you know what kinds of 21 documents he's received, whether they be pleadings or 22 exhibits or anything like that?</p> <p>23 MR. OGLETREE: Objection.</p> <p>24 THE WITNESS: I'm sorry, yeah, I don't 25 know.</p>	<p>1 A No, I have not.</p> <p>2 Q Are you aware that Sava Administrative 3 Services, LLC has acted in various capacities as agent 4 or on behalf of SSC Equity Holdings, LLC?</p> <p>5 A No.</p> <p>6 Q Have you ever seen the cost reports, the 7 home office cost reports, that have been generated on 8 behalf of SSC Equity Holdings, LLC?</p> <p>9 A No, I have not.</p> <p>10 Q So you've -- so have you ever seen -- have 11 you ever seen any documents in which Chris Stenger 12 purported to act on behalf of SSC Equity Holdings, 13 LLC?</p> <p>14 A No, sir.</p> <p>15 Q Okay. Are you -- do you have access to 16 the Revolving Credit Agreement that is now or in the 17 past has been in existence with respect to Sava Senior 18 Care, LLC?</p> <p>19 MR. OGLETREE: Objection.</p> <p>20 THE WITNESS: I do, I have a copy of it.</p> <p>21 BY MR. CONNOR:</p> <p>22 Q And are you familiar with it? Have you 23 ever read it?</p> <p>24 A I have -- I read it, like proofreading a 25 document back in 2005, but I don't understand what's</p>

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<p>1 in it.</p> <p>2 Q I understand that. So you read it for</p> <p>3 grammatical and punctuation and things like that?</p> <p>4 A Yes, sir.</p> <p>5 Q Okay. And in that -- do you know whether</p> <p>6 or not SS -- do you know whether or not -- let me get</p> <p>7 the name right.</p> <p>8 Do you know whether or not SSC Seneca</p> <p>9 Operating, LLC is a party to that Revolving Credit</p> <p>10 Agreement?</p> <p>11 A It is, it's a borrower under the</p> <p>12 agreement.</p> <p>13 Q And is it your understanding from your</p> <p>14 review of that agreement that it's liable for the</p> <p>15 obligations thereunder?</p> <p>16 MR. OGLETREE: Objection.</p> <p>17 THE WITNESS: I don't know that.</p> <p>18 BY MR. CONNOR:</p> <p>19 Q Do you know whether or not its assets are</p> <p>20 pledged as security for that agreement?</p> <p>21 A Assets, I believe so.</p> <p>22 Q Do you know whether or not it's defined as</p> <p>23 an affiliate or identified as an affiliate of Sava</p> <p>24 Senior Care, LLC under that agreement?</p> <p>25 A I don't know.</p>	<p>1 Care, LLC?</p> <p>2 A I don't know.</p> <p>3 Q Do you know whether any representative of</p> <p>4 Seneca Health and Rehabilitation Center signed that</p> <p>5 document?</p> <p>6 A The President of SSC Seneca Operating</p> <p>7 Company, LLC signed the document.</p> <p>8 Q Okay. And would have signed with the</p> <p>9 Seneca being a party to the agreement?</p> <p>10 A Yes, being a borrower under the agreement,</p> <p>11 yes.</p> <p>12 Q And would, likewise, SSC Sumpter East</p> <p>13 Operating Company, LLC have signed on as an obligor</p> <p>14 under that agreement?</p> <p>15 A Yes, also as a borrower.</p> <p>16 Q And would Mr. Schrank have signed in his</p> <p>17 representative capacity on behalf of that entity?</p> <p>18 A I don't recall 100 percent if he was the</p> <p>19 President of the -- those two operating companies in</p> <p>20 2005. I believe that he was.</p> <p>21 Q In any event, would it be your</p> <p>22 recollection, regardless of who it was that signed it,</p> <p>23 that the President and CEO of -- I'm going to use</p> <p>24 shorthand, Seneca and Sumpter, would have signed in a</p> <p>25 representative capacity on behalf of the obligors?</p>
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<p>1 Q Do you know whether or not the term,</p> <p>2 "affiliate" is defined in that agreement?</p> <p>3 A I don't recall.</p> <p>4 Q Do you know whether or not that agreement</p> <p>5 contains requirements for minimum occupancy levels of</p> <p>6 either the Seneca facility or the facilities that's</p> <p>7 aggregate that operate nursing homes under the Sava</p> <p>8 umbrella?</p> <p>9 A I don't know.</p> <p>10 Q How is it that you came -- do you maintain</p> <p>11 a copy of that agreement in your offices?</p> <p>12 A Yes.</p> <p>13 Q Okay. And would that have come to you</p> <p>14 through Mr. Miele?</p> <p>15 A Yes.</p> <p>16 Q Okay. Do you know whether or not -- do</p> <p>17 you know whether or not Leonard Grunstein is the</p> <p>18 signatory to that agreement?</p> <p>19 A I believe Canyon Sudar Partners is, but I</p> <p>20 don't know about Len, individually, no.</p> <p>21 Q Okay. Do you know -- did he, to your</p> <p>22 knowledge, sign on behalf of Canyon Sudar?</p> <p>23 A I believe so.</p> <p>24 Q Okay. Do you know whether or not either</p> <p>25 he or Murray Forman signed on behalf of Sava Senior</p>	<p>1 A Correct, yes.</p> <p>2 Q Okay. Are you aware of any other</p> <p>3 contracts that Mr. Grunstein may have signed, apart</p> <p>4 from -- that is different from and other than the</p> <p>5 Revolving Credit Agreement --</p> <p>6 MR. OGLETREE: Objection -- I'm sorry.</p> <p>7 MR. CONNOR: -- that would have acted --</p> <p>8 Seneca -- excuse me, SSC Seneca Operating</p> <p>9 Company, LLC?</p> <p>10 MR. OGLETREE: Objection.</p> <p>11 THE WITNESS: None that I'm aware of, no.</p> <p>12 BY MR. CONNOR:</p> <p>13 Q Or that would have affected SSC Sumpter</p> <p>14 East Operating Company, LLC?</p> <p>15 MR. OGLETREE: Objection.</p> <p>16 THE WITNESS: I'm not aware of any, no.</p> <p>17 BY MR. CONNOR:</p> <p>18 Q Same question as it relates to Mr. Forman</p> <p>19 in any capacity. Are you aware of any agreements he</p> <p>20 signed that would have affected either of those</p> <p>21 facilities?</p> <p>22 MR. OGLETREE: Objection.</p> <p>23 THE WITNESS: No, I'm not.</p> <p>24 BY MR. CONNOR:</p> <p>25 Q How many times have you been deposed in</p>

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<p>1 your capacity as Corporate Secretary for any of the</p> <p>2 entities that we've talked about?</p> <p>3 A Ten or 11 times, I think.</p> <p>4 Q And in how many cases have you filed</p> <p>5 affidavits --</p> <p>6 MR. OGLETREE: Mr. Connor, would you</p> <p>7 please repeat the question? The court reporter</p> <p>8 is having trouble hearing the last little part</p> <p>9 there at the end.</p> <p>10 MR. CONNOR: I apologize for that.</p> <p>11 BY MR. CONNOR:</p> <p>12 Q How many times, ma'am, would you have</p> <p>13 signed affidavits in support of Motions to Dismiss For</p> <p>14 Lack of Personal Jurisdiction on behalf of any Sava</p> <p>15 entity?</p> <p>16 A I do not recall a number, more than ten.</p> <p>17 MR. CONNOR: Okay. I think those are all</p> <p>18 the questions I have. Unless my colleague wants</p> <p>19 to talk?</p> <p>20 MR. MULLMAN: I don't have anything,</p> <p>21 thanks.</p> <p>22 MR. CONNOR: Okay. Ma'am, those are all</p> <p>23 the questions I have. I appreciate, very much,</p> <p>24 your time. I'll let your counsel, Mr. Ogletree,</p> <p>25 explain your rights as they relate to reading.</p>	<p>1 Office. Our mail room knows to deliver that type of</p> <p>2 mail to me.</p> <p>3 Q When you open that mail --</p> <p>4 A Yes.</p> <p>5 Q -- are you doing that in your capacity as</p> <p>6 the -- as an officer or the Corporate Secretary of</p> <p>7 those entities?</p> <p>8 A Yes.</p> <p>9 Q Were you also asked some questions today</p> <p>10 about the Regional VP, Vice President and Divisional</p> <p>11 President.</p> <p>12 A Okay.</p> <p>13 Q I want to clarify what those roles are</p> <p>14 that we're mentioning. When you refer to Division</p> <p>15 President, Division President of what, what entity?</p> <p>16 A Well, there are two divisions. There is</p> <p>17 an East Division and a West Division.</p> <p>18 Q Under which company?</p> <p>19 A Under -- for the SSC Operating companies</p> <p>20 that fall into a designated Eastern Division, then</p> <p>21 Paul Schrank is the Division President East, and for</p> <p>22 those SSC Operating companies that are in a Western</p> <p>23 Division, it's just delineated --</p> <p>24 Q I see.</p> <p>25 A In the country, East and West.</p>
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<p>1 MR. OGLETREE: I have a few follow-up</p> <p>2 questions, but they won't take very long.</p> <p>3 MR. CONNOR: Fair enough.</p> <p>4 MR. OGLETREE: Ms. Sims -- I'm sorry,</p> <p>5 Mr. Connor, but the videographer is just asking</p> <p>6 me to clip the microphone onto my shirt here.</p> <p>7 MR. CONNOR: Not a problem.</p> <p>8 MR. OGLETREE: Is that better? Can you</p> <p>9 hear?</p> <p>10 VIDEOGRAPHER: (Nods head affirmatively.)</p> <p>11 EXAMINATION</p> <p>12 BY MR. OGLETREE:</p> <p>13 Q Earlier this afternoon you were asked</p> <p>14 questions about receiving and opening of mail when it</p> <p>15 arrives in the office. If mail --</p> <p>16 MR. CONNOR: I'm sorry, I can't hear you.</p> <p>17 MR. OGLETREE: I'm sorry.</p> <p>18 BY MR. OGLETREE:</p> <p>19 Q Earlier this afternoon you were asked some</p> <p>20 questions about when mail is received on behalf of SSC</p> <p>21 Equity Holdings and Sava Senior Care, LLC at the</p> <p>22 office, and it comes to you, you indicated that you</p> <p>23 opened that mail; is that correct?</p> <p>24 A Normally the only mail I'm delivered for</p> <p>25 those companies comes from the Secretary of State's</p>	<p>1 Q Okay.</p> <p>2 A And then within those divisions there are</p> <p>3 regions. I don't know what all these regions are off</p> <p>4 the top of my head -- delineated regions, and then</p> <p>5 those regions have officers like a Vice President, a</p> <p>6 Regional Vice President and clinical directors and</p> <p>7 other offices.</p> <p>8 Q Now, you're referring to the operating</p> <p>9 companies?</p> <p>10 A No.</p> <p>11 Q What are you referring to? Is it Sava</p> <p>12 Administrative --</p> <p>13 A No, Sava Senior Care Consulting.</p> <p>14 Q Consulting.</p> <p>15 A Right.</p> <p>16 Q So when we refer to the regions, they are</p> <p>17 regions within the construct of Sava Consulting?</p> <p>18 A Yes.</p> <p>19 Q And that is -- when you were talking about</p> <p>20 Paul Schrank being the Division President --</p> <p>21 A Correct.</p> <p>22 Q -- you mean in his role as Division</p> <p>23 President under the rubric of Sava Consulting?</p> <p>24 MR. CONNOR: Object to form.</p> <p>25 THE WITNESS: His title -- his title for</p>

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<p>1 Sava Senior Care Consulting is Division 2 President, but he is the President of SSC Seneca 3 Operating Company, LLC. 4 BY MR. OGLETREE: 5 Q So is it correct to say, then, he is 6 wearing two hats, right? 7 A Yes. 8 Q Okay. To your knowledge, those are 9 independent roles he is playing, his role at the 10 facility and his role with the consulting? 11 A Correct. 12 MR. CONNOR: Objection, form. 13 MR. OGLETREE: I have no further 14 questions. 15 MR. CONNOR: Anyone else have questions? 16 MS. MILLER: No. 17 MS. CULBREATH: No. 18 MR. CONNOR: There being none, I have no 19 further questions. And Ben, do you want to 20 explain reading and signing? 21 MR. OGLETREE: You're going to have an 22 opportunity to review and sign the transcript. 23 There will be a copy made, you'll have a chance 24 to review it and make any corrections to it that 25 you would deem appropriate, and you will have to</p>	<p>1 you. 2 MR. MULLMAN: Thank you, Lori. I don't 3 think we need it. I think we can file it -- I 4 don't think this will be much an issue that we 5 can't agree on, you know. We can file it 6 subsequently. 7 VIDEOGRAPHER: This is the end of Disk 8 Number 1 of the deposition of Wynn Sims. The 9 time is 3:57 p.m., and we are now off the 10 record. 11 12 (Whereupon the deposition was concluded at 4:00 p.m.) 13 14 15 16 17 18 19 20 21 22 23 24 25</p>
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<p>1 sign, verifying that that's what you are doing, 2 and we will circulate those changes to everyone 3 else. 4 THE WITNESS: Okay. 5 MR. OGLETREE: But you have the -- the 6 general gist of it is you have the chance to 7 review and make any edits that you want to. 8 THE WITNESS: Okay. Thank you. 9 MR. CONNOR: And I'm sorry, I couldn't 10 hear. Did she elect to read and sign or to 11 waive? 12 MR. OGLETREE: She'd like to read, please, 13 read and sign. 14 MR. CONNOR: Okay. And then Ray, do you 15 think we need to ask for any kind of expedited 16 transcript as it relates to our hearing on 17 Monday? 18 MR. MULLMAN: I doubt it will even get 19 there with expedited. I don't think we need it. 20 MR. CONNOR: That's fine, and I didn't 21 think so, either, but I'd sure hate to keep our 22 court reporter up. 23 MS. PROCTOR: Just FYI, Ken, the court 24 reporter is nodding that she can have it if you 25 need it, but you can't see that, so I'm telling</p>	<p>1 ERRATA SHEET 2 I do hereby certify that I have read all questions 3 propounded to me and all answers given by me on the 4 7th day of December, 2012, taken before Whitney S. 5 Guynes, and that: 6 7 1) There are no changes noted. 8 2) The following changes are noted: 9 10 Pursuant to Rule 30(7) (e) of the Federal Rules 11 of Civil Procedure and/or the Official Code of Georgia 12 Annotated 9-11-30 (e), both of which read in part: 13 Any changes in form or substance which you desire to 14 make shall be entered upon the deposition... with a 15 statement of the reasons given... for making them. 16 Accordingly, to assist you in effecting corrections, 17 please use the form below: 18 19 Page No. _____ Line No. _____ Should read: _____ 20 And the reason for the change is: _____ 21 Page No. _____ Line No. _____ Should read: _____ 22 And the reason for the change is: _____ 23 Page No. _____ Line No. _____ Should read: _____ 24 And the reason for the change is: _____ 25 Page No. _____ Line No. _____ Should read: _____ 26 And the reason for the change is: _____</p>